

United States Bankruptcy Court

Southern District of New York

**In re Lehman Brothers Special Financing Inc., Case Nos. 08-13888  
Jointly Administered**

**TRANSFER OF CLAIM OTHER THAN FOR SECURITY**

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Merrill Lynch Credit Products, LLC

Stone Tower Credit Master Fund Ltd.

Name of Transferee

Name of Transferor

Court Claim #: 13771

Claim Amount: \$1,501,760.94

Name and Address where notices to Transferee should be sent:

Merrill Lynch Credit Products, LLC  
Bank of America Tower- 3<sup>rd</sup> Floor  
One Bryant Park  
New York, New York 10036  
Attn: Jeffrey Benesh and Ron Torok  
Tel: 646-855-7450  
Email: jeffrey.benesh@bamll.com / ron.torok@bamll.com

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

MERRILL LYNCH CREDIT PRODUCTS, LLC

By:   
Name: Ron Torok  
Title: Director

Date: 9/24/2010

BOA

Fax 8468550114

Sep 24 2010 06:58am P002/003

### EVIDENCE OF TRANSFER OF CLAIM

For good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, Stone Tower Credit Master Fund Ltd. ("Assignor") does hereby unconditionally and irrevocably sell, transfer and assign unto Merrill Lynch Credit Products, LLC, its successors and assigns, with offices at Bank of America Tower - 3rd Floor One Bryant Park, New York, NY 10036 ("Assignee") all rights, title and interest in and to the allowed claims of Assignor referenced as proof of claim number 13771 in the principal amount of \$1,501,760.94 plus all interest, fees and other amounts related thereto (the "Claim") against Lehman Brothers Special Financing Inc. (the "Debtor") whose Chapter 11 bankruptcy case is pending in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") (or any other court with jurisdiction over the bankruptcy proceedings) referred to as In re Lehman Brothers Special Financing Inc., Chapter 11 Case No. 08-13888.

Assignor hereby waives any objection to the transfer of the Claim assigned herein (the "Assigned Claim") to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of the Assigned Claim, shall be delivered or made to the Assignee.

<sup>24</sup>  
Dated: September 23, 2010

ASSIGNOR:

STONE TOWER CREDIT MASTER  
FUND LTD.

By: Stone Tower Fund Management LLC  
as its Collateral Manager

Will J. Sheoris  
Name: WILLIAM J. SHEORIS  
Title: CHIEF FINANCIAL OFFICER

ASSIGNEE:

MERRILL LYNCH CREDIT PRODUCTS,  
LLC

Ron Tork  
Signature: Ron Tork  
Title: DIRECTOR

JB



<p><b>United States Bankruptcy Court/Southern District of New York</b>  Lehman Brothers Holdings Claims Processing Center  c/o Epiq Bankruptcy Solutions, LLC  FDR Station, P.O. Box 5076  New York, NY 10150-5076</p>		<p><b>PROOF OF CLAIM</b></p>					
<table border="1"> <tr> <td>In Re: Lehman Brothers Holdings Inc., et al. Debtors.</td> <td>Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)</td> </tr> <tr> <td>Name of Debtor Against Which Claim is Held Lehman Brothers Special Financing Inc.</td> <td>Case No. of Debtor 08-13888</td> </tr> </table>		In Re: Lehman Brothers Holdings Inc., et al. Debtors.	Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)	Name of Debtor Against Which Claim is Held Lehman Brothers Special Financing Inc.	Case No. of Debtor 08-13888	<p>Filed: USBC - Southern District of New York Lehman Brothers Holdings Inc., Et Al. 08-13555 (JMP) 0000013771</p>	
In Re: Lehman Brothers Holdings Inc., et al. Debtors.	Chapter 11 Case No. 08-13555 (JMP) (Jointly Administered)						
Name of Debtor Against Which Claim is Held Lehman Brothers Special Financing Inc.	Case No. of Debtor 08-13888						
<p>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503. Additionally, this form should not be used to make a claim for Lehman Programs Securities (See definition on reverse side.)</p>							
<p>Name and address of Creditor: (and name and address where notices should be sent if different from Creditor) UNIQUE ID #: 888046090</p> <p>Stone Tower Credit Master Fund Ltd. c/o Stone Tower Fund Management LLC 152 West 57th Street New York, NY 10019</p> <p>Telephone number: 212-584-5621 Email Address:</p>		<p><input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim</p> <p>Court Claim Number: _____ (if known)</p> <p>Filed on: _____</p>					
<p>Name and address where payment should be sent (if different from above)</p> <p>Telephone number: Email Address:</p>		<p><input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.</p> <p><input type="checkbox"/> Check this box if you are the debtor or trustee in this case.</p>					
<p>1. <b>Amount of Claim as of Date Case Filed:</b> \$ 1,501,760.94</p> <p>If all or part of your claim is secured, complete Item 4 below; however, if all of your claim is unsecured, do not complete item 4.</p> <p>If all or part of your claim is entitled to priority, complete Item 5.</p> <p>If all or part of your claim qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9), complete Item 6.</p> <p><input checked="" type="checkbox"/> Check this box if all or part of your claim is based on a Derivative Contract.*</p> <p><input type="checkbox"/> Check this box if all or part of your claim is based on a Guarantee.*</p> <p><b>*IF YOUR CLAIM IS BASED ON AMOUNTS OWED PURSUANT TO EITHER A DERIVATIVE CONTRACT OR A GUARANTEE OF A DEBTOR, YOU MUST ALSO LOG ON TO <a href="http://www.lehman-claims.com">http://www.lehman-claims.com</a> AND FOLLOW THE DIRECTIONS TO COMPLETE THE APPLICABLE QUESTIONNAIRE AND UPLOAD SUPPORTING DOCUMENTATION OR YOUR CLAIM WILL BE DISALLOWED.</b></p> <p><input checked="" type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of interest or additional charges. Attach itemized statement of interest or charges to this form or on <a href="http://www.lehman-claims.com">http://www.lehman-claims.com</a> if claim is a based on a Derivative Contract or Guarantee.</p>							
<p>2. <b>Basis for Claim:</b> see attached (See instruction #2 on reverse side.)</p> <p>3. <b>Last four digits of any number by which creditor identifies debtor:</b> _____</p> <p>3a. <b>Debtor may have scheduled account as:</b> _____ (See instruction #3a on reverse side.)</p> <p>4. <b>Secured Claim</b> (See instruction #4 on reverse side.)</p> <p>Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.</p> <p>Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other</p> <p>Describe: _____</p> <p>Value of Property: \$ _____ Annual Interest Rate % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____</p> <p>Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____</p> <p>6. <b>Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. §503(b)(9):</b> \$ _____ (See instruction #6 on reverse side.)</p> <p>7. <b>Credits:</b> The amount of all payments on this claim has been credited for the purpose of making this proof of claim.</p> <p>8. <b>Documents:</b> Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages and security agreements. Attach redacted copies of documents providing evidence of perfection of a security interest. (See definition of "redacted" on reverse side.) If the documents are voluminous, attach a summary. <b>DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.</b></p> <p>If the documents are not available, please explain:</p>							
<p>Date: _____</p>		<p>Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.</p> <p><i>Wall J</i></p>					
<p><i>PENALTY FOR PRESENTING FRAUDULENT CLAIM: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.</i></p>							
<p><b>THIS SPACE IS FOR COURT USE ONLY</b></p>							
<p><b>PROOF OF CLAIM</b></p>							
<p><b>FILED / RECEIVED</b></p>							
<p><b>SEP 16 2009</b></p>							
<p><b>EPIQ BANKRUPTCY SOLUTIONS, LLC</b></p>							